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wherein at least one wall panel is removably received in the grooves on the frame through the slot, the wall panel comprising a support, a decorative cover disposed on at least one side of the support, and a magnetically attractable layer disposed on the one side of the support beneath the cover layer.

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12. (Amended) An interchangeable panel display kit usable to make an interchangeable panel modular display system, which display system includes a frame including a base and at least one wall section positionable in an upright position when the base is placed horizontally on a surface, which wall section has grooves for slidably receiving a wall panel therein and an opening for inserting a wall panel into the grooves and for removing the wall panel from the grooves, and at least one wall panel slidably insertable into the grooves of the wall section, the wall panel comprising a support and a decorative surface disposed on at least one side of the support, which decorative surface has an appearance that corresponds to an environment that the interchangeable display system simulates, wherein the kit comprises:

at least one frame; and

a plurality of interchangeable wall panels having a variety of decorative surfaces so that the appearance of the display system can be changed by removal and replacement of the wall panels.

In claim 2, first line, please delete "1" and insert in place thereof -19-.

In claim 3, first line, please delete "1" and insert in place thereof -19-.

In claim 6, first line, please delete "1" and insert in place thereof -19-.

Please add the following new claims:

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-- 18. The kit of Claim 12, wherein the decorative surface environment comprises miniature interior building decor.

-- 19. An interchangeable panel display system, comprising:
a frame including a base, a first wall section positionable in an upright position when the base is placed horizontally on a surface, which first wall section has grooves for slidably receiving a wall panel therein and an opening for inserting a wall panel into the grooves and for removing the wall panel from the grooves, and a second wall section positionable in an upright position when the base is placed horizontally on a surface, which second wall section has grooves for slidably receiving a wall panel therein and an opening for inserting a wall panel into the grooves and for removing the wall panel from the grooves; and

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(C) a first wall panel slidably insertable into and removable from the grooves of the first wall section, the first wall panel comprising a support having a first decorative surface disposed on at least one side of the support, which decorative surface has an appearance that corresponds to an environment that the interchangeable display system simulates; and

(C) a second wall panel slidably insertable into and removable from the grooves of the second wall section, the second wall panel comprising a support having a decorative surface disposed on at least one side of the support, which decorative surface has an appearance that corresponds to the environment that the interchangeable display system simulates but is different from the decorative surface of the first wall panel.

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--20. The display system of Claim 19, wherein the decorative surface environment comprises miniature interior building decor.

--21. The display system of Claim 20, wherein the first and second wall panels simulate in miniature adjacent walls of an interior room.

--22. An interchangeable panel display system, comprising:

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a frame including four wall sections which include four posts mounted at four corners of the base and four upper beams spanning the four posts, wherein at least three wall sections comprise an open rectangular frame defined by:

a pair of parallel posts mounted at two adjacent corners of the base with one of the beams spanning upper ends of the pair of posts, each post of the pair having a longitudinal, inwardly facing groove for slidably receiving the wall panel therein, and the beam having a slot therethrough in alignment with the grooves in the posts, which slot comprises the opening in the frame for inserting a wall panel;

a base, the base comprising four lower beams spanning the four posts at lower end portions thereof and a base panel disposed on the lower beams, and

at least one wall panel slidably insertable into and removable from the grooves of a wall section, the wall panel comprising a support including a decorative cover and magnetically attractable layer disposed on one side of the support beneath the cover.
